

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. Nos. 5382 & 6630

CERTIFICATION OF COUNSEL

I, Matthew R. Pierce, counsel to FTX Trading Ltd. and its affiliated debtors and debtors-in-possession (the “Debtors”) hereby certify as follows to the best of my knowledge, information and belief:

1. On January 4, 2024, the Debtors filed the *Motion of Debtors for Entry of an Order (I) Authorizing and Approving Sale of Note Issued by Dave, Inc. Free and Clear of All Liens, Claims, Interests and Encumbrances; (II) Authorizing and Approving Entry Into, and Performance Under, the Purchase and Sale Agreement; and (III) Granting Related Relief* [D.I. 5382] (the “Motion”).

2. On January 25, 2024, the Debtors filed the *Supplemental Declaration of Bruce Mendelsohn in Support of Motion of Debtors for Entry of an Order (I) Authorizing and Approving Sale of Note Issued by Dave Inc. Free and Clear of All Liens, Claims, Interests and Encumbrances; (II) Authorizing and Approving Entry Into, and Performance Under, the Purchase and Sale Agreement; and (III) Granting Related Relief* [D.I. 6630] (the “Supplemental Declaration”).

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson’s Commercial Complex, Friars Hill Road, St. John’s, Antigua and Barbuda.

3. As of the date hereof, no formal objections or other responses to the Motion have been filed or served on the Debtors. The Debtors received informal comments (the “Informal Comments”) from the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”).

4. The Debtors have resolved the Informal Comments from the U.S. Trustee by filing the Supplemental Declaration. The Debtors have revised the proposed form of order (the “Revised Order”) to make conforming changes. A copy of the Revised Order is attached hereto as Exhibit A. A copy of the Revised Order compared against the proposed form of order attached to the Motion is attached hereto as Exhibit B. The Revised Order has been circulated to the U.S. Trustee, the Official Committee of Unsecured Creditors (the “Committee”) and Dave, Inc. (together with the U.S. Trustee and the Committee, the “Parties”). The Parties have no objection to the entry of the Revised Order. In accordance with the Court’s electronic order processing procedures, a clean copy of the Revised Order shall be uploaded to CM/ECF.

5. Accordingly, the Debtors respectfully request that the Court enter the Revised Order at its earliest convenience.

Dated: January 25, 2024
Wilmington, Delaware

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/s/ Matthew R. Pierce

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